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Attorney's Docket No. SRSLABS.217A

DECLARATION AND POWER OF ATTORNEY - USA PATENT APPLICATION

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name;

I believe I am the original, first and sole inventor of the subject matter which is claimed and for which a patent is sought on the invention entitled VOICE INTELLIGIBILITY ENHANCEMENT SYSTEM; the specification of which is attached hereto;

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above;

I acknowledge the duty to disclose information which is material to patentability as defined in Title 37, Code of Federal Regulations, § 1.56;

POWER OF ATTORNEY: I hereby appoint the registrants of Knobbe, Martens, Olson & Bear, LLP, 620 Newport Center Drive, Sixteenth Floor, Newport Beach, California 92660, Telephone (949) 760-0404, Customer No. 20,995, to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith (if this application is assigned, I acknowledge that the appointed individuals do not represent me, and that instead they represent the assignee).

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful, false statements may jeopardize the validity of the application or any patent issued thereon.

Full name of sole inventor: Arnold I. Klayman

Inventor's signature

Date

11/03/98

Residence: 16821 Phelps, Huntington Beach, CA 92649

Citizenship: United States of America

Post Office Address: Same as residence

Send Correspondence To:
KNOBBE, MARTENS, OLSON & BEAR, LLP
Customer No. 20,995

LWH-2313:dk,ab
102998

PATENT

SRSLABS.217A

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant : Klayman)
 App. No. : Unknown)
 Filed : Herewith)
 For : VOICE INTELLIGIBILITY)
 ENHANCEMENT SYSTEM)
 Examiner : Unknown)

ESTABLISHMENT OF RIGHT OF ASSIGNEE TO TAKE ACTION
AND
REVOCATION AND POWER OF ATTORNEY

Assistant Commissioner for Patents
 Washington, D.C. 20231

Dear Sir:

The undersigned is empowered to act on behalf of the assignee below (the "Assignee").
 A true copy of the original Assignment of the above-captioned application from the inventor(s)
 to the Assignee is attached hereto. This Assignment represents the entire chain of title of this
 invention from the Inventor(s) to the Assignee.

I declare that all statements made herein are true, and that all statements made upon
 information and belief are believed to be true, and further, that these statements were made
 with the knowledge that willful, false statements and the like so made are punishable by fine
 or imprisonment, or both, under 18 U.S.C. § 1001, and that willful, false statements may
 jeopardize the validity of the application, or any patent issuing thereon.

The undersigned hereby revokes any previous powers of attorney in the subject
 application, and hereby appoints the registrants of Knobbe, Martens, Olson & Bear, LLP, 620
 Newport Center Drive, Sixteenth Floor, Newport Beach, California 92660, Telephone (949)

App. No. : Unknown
Filed : Herewith

760-0404, Customer No. 20,995, as its attorneys with full power of substitution and revocation to prosecute this application and to transact all business in the U.S. Patent and Trademark Office connected herewith. This appointment is to be to the exclusion of the inventor(s) and his attorney(s) in accordance with the provisions of 37 C.F.R. § 3.71.

Please use Customer No. 20,995 for all communications.

SRS Labs, Inc

Dated:

11/3/98

By:



Title:

Address: 2909 Daimler Street
Santa Ana, CA 92705

LWH-2311:elk
102998

Application No.: Unknown
Filing Date: Herewith

COPY
DO NOT RECORD

PATENT
Client Code: SRS LABS.217A
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ASSIGNMENT

WHEREAS, I, Arnold I. Klayman, a United States citizen, residing at 16821 Phelps, Huntington Beach, CA 92649, have invented certain new and useful improvements in a VOICE INTELLIGIBILITY ENHANCEMENT SYSTEM for which I have executed an application for Letters Patent in the United States, on even date herewith;

AND WHEREAS, SRS Labs, Inc. (hereinafter "ASSIGNEE"), a Delaware Corporation, with its principal place of business at 2909 Daimler Street, Santa Ana, CA 92705, desires to acquire the entire right, title, and interest in and to the said improvements and the said Application:

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) to me in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, I, the said inventor, do hereby acknowledge that I have sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over, unto the said ASSIGNEE, its successors, legal representatives and assigns, the entire right, title, and interest throughout the world in, to and under the said improvements, and the said application and all divisions, renewals and continuations thereof, and all Letters Patent of the United States which may be granted thereon and all reissues and extensions thereof, and all rights of priority under International Conventions and applications for Letters Patent which may be filed for said improvements in any country or countries foreign to the United States, and all Letters Patent which may be granted for said improvements in any country or countries foreign to the United States and all extensions, renewals and reissues thereof; and I hereby authorize and request the Commissioner of Patents of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents on applications as aforesaid, to issue all Letters Patent for said improvements to the said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

AND I HEREBY covenant and agree that I will communicate to the said ASSIGNEE, its successors, legal representatives and assigns, any facts known to me respecting said improvements, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing and reissue applications, make all rightful oaths and generally do everything possible to aid the said ASSIGNEE, its successors, legal representatives and assigns, to obtain and enforce proper patent protection for said improvements in all countries.

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 3 day of November 19 95

Arnold I. Klayman

STATE OF CALIFORNIA
COUNTY OF ORANGE

59.

On November 3, 1998, before me, Kathleen D. Leuschel personally appeared Arnold I. Klayman personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

[SEAL]

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Kathleen D. Leuschel
Notary Signature

NO. 0928 P. 2

NOV. 3. 1995 PM 5:00